

**UNITED STATES DISTRICT COURT
FOR THE EASTERN DISTRICT OF MICHIGAN
SOUTHERN DIVISION**

In Re: AUTOMOTIVE PARTS ANTITRUST LITIGATION)	Master File No.: 12-md-02311 Honorable Marianne O. Battani Special Master Gene J. Esshaki
In Re: All Auto Parts Cases)	2:12-MD-02311-MOB-MKM
THIS DOCUMENT RELATES TO: ALL AUTO PARTS CASES)	

**DECLARATION OF SCOTT M. ABELES IN SUPPORT OF
THE SPECIFIED SUBPOENAED ENTITIES’ OPPOSITIONS TO THE PARTIES’
MOTIONS TO COMPEL**

I, Scott M. Abeles, declare as follows:

I am an attorney at Proskauer Rose LLP, counsel for FCA US LLC and Fiat Chrysler Finance North America, Inc. I make this Declaration to place before the Court true and correct copies of the following exhibits in support of the Specified Subpoenaed Entities’ (“SSEs”) Oppositions to the Parties’ Motions to Compel:

Exhibit

1. A list of SSEs joining each Opposition brief.
2. A copy of the SSE subpoena, an identical version of which was served on each SSE.
3. A chart showing the cosmetic changes made by the Parties during the meet and confer.

Meet and Confer Correspondence

4. September 10, 2015 letter from S. Klein (Parties) to the C. Kass (SSEs).
5. September 17, 2015 letter from C. Kass (SSEs) to S. Klein (Parties).
6. September 28, 2015 Letter from R. Spiegel (Parties) to C. Kass (SSEs).
7. September 30, 2015 letter from C. Kass (SSEs) to R. Spiegel (Parties).

Exhibit

8. October 14, 2015 letter from R. Spiegel (Parties) to C. Kass (SSEs).
9. October 29, 2015 letter from C. Kass (SSEs) to R. Spiegel (Parties).
10. November 24, 2015 letter from S. Klein (Parties) to C. Kass (SSEs).
11. December 18, 2015 letter from C. Kass (SSEs) to S. Klein (Parties).
12. December 24, 2015 email from H. Novison (Parties) to C. Kass (SSEs).
13. December 30, 2015 letter from C. Kass (SSEs) to S. Klein (Parties).
14. January 13, 2016 letter from S. Klein (Parties) to C. Kass (SSEs).
15. January 13, 2016 email from D. Munkittrick (SSEs) to S. Klein (Parties).
16. January 14, 2016 email from S. Klein (Parties) to D. Munkittrick (SSEs).
17. January 19, 2016 letter from C. Kass (SSEs) to S. Klein (Parties).
18. February 4, 2016 Letter from R. Spiegel (Parties) to S. Peck (Hyundai).

Expert Declarations

19. Declaration of Dr. Michael McDonald.
20. Declaration of Dr. Donald R. House.

BMW Declarations

21. Declaration of Kenneth P. Schaeffer, Jr. on behalf of BMW of North America, LLC.
22. Declaration of Dawn Gipson on behalf of BMW Manufacturing Co., LLC.
23. Declaration of Lewis McCullen on behalf of BMW Manufacturing Co., LLC.
24. Declaration of Christopher Chadwick on behalf of BMW Financial Services NA, LLC.
25. Declaration of Daniel S. Savrin, counsel for BMW of North America, LLC; BMW Manufacturing Co., LLC; BMW Financial Services NA, LLC; BMW (US) Holding Corp.; BMW Bank of North America; BMW Insurance Agency, Inc.; BMW US Capital, LLC; Designworks/USA, Inc.

Daimler Declarations

26. Declaration of Michael Mashburn, Senior Manager for Finance and Controlling at Mercedes-Benz US International, Inc.
27. Declaration of Steven Sliwicki, Department Manager, Financial Reporting, of Mercedes-Benz USA LLC.

Exhibit

28. Declaration of Rhett Hayes, Manager of Application Engineering at Daimler Trucks North America.

Fiat Chrysler Declarations

29. Declaration of Kelly Lynch, Purchasing Director at FCA US LLC (under seal).
30. Declaration of Michael Novak, Vice President, Controlling at FCA US LLC (under seal).
31. Declaration of Stefano Luigi Salvini, CEO, Secretary, and Director of Fiat Chrysler Finance North America, Inc.

GM Declaration

32. Declaration of Lawrence Joseph Lines III on behalf of General Motors LLC (under seal).

Hino Declaration

33. Affidavit of Davey Jung, Senior Vice President of Hino Motors Manufacturing U.S.A., Inc.

Honda Declarations

34. Declaration of Mark Willoughby, Division Manager, North American Purchasing at Honda North America, Inc. (under seal).
35. Declaration of Barron Umemoto, Manager, Pricing and Cross Brand Group for American Honda Motor Co., Inc. (under seal).
36. Declaration of Andrea Whobrey, ISD Manager for Auto applications at Honda North America. (under seal).
37. Declaration of Louis Augello, Auto Sales Honda Business Operations Manager at American Honda Motor Co., Inc. (under seal).
38. Declaration of Justina K. Sessions.

Hyundai Declarations

39. Declaration of Mickey Phillips, Senior Manager of Cost Management and Finance of Hyundai Motor Manufacturing Alabama, LLC (under seal).
40. Declaration of David P. Mark, Senior Manager of Parts Development of Hyundai Motor Manufacturing Alabama, LLC (under seal).
41. Declaration of Mark Torigian, General Counsel, Legal Department of Hyundai America Technical Center, Inc. (under seal).
42. Declaration of Smith Reynolds, Executive Director at Hyundai AutoEver America, LLC (under seal).

Exhibit

- 43. Declaration of Kimberly Ebright, Legal & Compliance / Director, Records & Information Management and Policy & Procedure Management of Hyundai Capital America.
- 44. Declaration of Sandy Zielomski, Senior Group Manager for Customer Connect at Hyundai Motor America (under seal).
- 45. Declaration of Ryan Donnelly on behalf of Hyundai Motor America (under seal).
- 46. Declaration of Michael DePaul, Senior Group Manager for Incentives at Hyundai Motor America (under seal).

Jaguar Land Rover Declarations

- 47. Declaration of Benjamin Weiner on behalf of Jaguar Land Rover North America, LLC.
- 48. Declaration of Daniel S. Savrin, counsel for Jaguar Land Rover North America, LLC.

Kia Declarations

- 49. Declaration of Mark Sullivan, Senior Manager, General Accounting of Kia Motors Manufacturing Georgia, Inc. (under seal).
- 50. Declaration of Kevin Kinsey, Senior Manager of the Procurement Subdivision of Kia Motors Manufacturing Georgia, Inc. (under seal).
- 51. Declaration of Mark J. Goldzweig, Executive Director of Legal Affairs / Associate General Counsel of Kia Motors America, Inc.

Mitsubishi Declarations

- 52. Declaration of Jorgen Weterrings, Assistant General Counsel and Director of Legal Affairs – Product for Mitsubishi Motors North America, Inc., regarding Mitsubishi Motors R&D of America, Inc.
- 53. Declaration of Jorgen Weterrings, Assistant General Counsel and Director of Legal Affairs – Product for Mitsubishi Motors North America, Inc., regarding Mitsubishi Motors North America, Inc.
- 54. Declaration of John McElroy, General Counsel for Mitsubishi Motors Credit of America, Inc.

Nissan Declarations

- 55. Declaration of Dave Oehmke, Manager Purchasing Strategy and Systems at Nissan North America, Inc. (under seal).
- 56. Declaration of Mohan Rao, Ph.D. on behalf of Nissan North America, Inc. (under seal).

Exhibit

Porsche Declarations

57. Declaration of Crystal Khalil, Manager, Procurement North America at Porsche Cars North America, Inc.
58. Declaration of Joseph S. Folz, Vice President, General Counsel and Secretary of Porsche Cars North America, Inc.
59. Declaration of Meike Ludewig, Director, Sales Operations, at Porsche Cars North America, Inc.
60. Declaration of Timothy L. Quinn, Vice President, After Sales, at Porsche Cars North America, Inc.

Subaru Declarations

61. Declaration of Douglas R. Meyer on behalf of Subaru of Indiana Automotive, Inc.
62. Declaration of R. Curtis Allen, Vice President and Chief Financial Officer at Subaru of America, Inc.
63. Declaration of Shinichiro Sumi, President of Fuji Industries USA, Inc.
64. Declaration of R. Curtis Allen, Secretary and Treasurer of Subaru Leasing Corp.

Toyota Declarations

65. Declaration of Audrey T. Mito on behalf of Toyota Motor Sales, U.S.A., Inc. (under seal).
66. Declaration of Shayne K. Carter on behalf of Toyota Motor Sales, U.S.A., Inc. (under seal).
67. Declaration of Denise Morgan on behalf of Toyota Motor Engineering & Manufacturing North America (under seal).
68. Declaration of David Ostreicher on behalf of Toyota Motor Engineering & Manufacturing North America (under seal).
69. Declaration of Susan Weis on behalf of Toyota Motor Engineering & Manufacturing North America (under seal).

VW Declarations

70. Declaration of Patrick Hannon for Volkswagen Group of America, Inc. (under seal).
71. Declaration of Christian Schroth for Volkswagen Group of America, Inc. d/b/a Audi of America (under seal).
72. Declaration of Michael Lovati for Volkswagen Group of America Chattanooga Operations, LLC.

Exhibit

- 73. Declaration of Brent Hinson, General Manager, Corporate Controlling and Accounting for Volkswagen Group of America Chattanooga Operations, LLC.
- 74. Declaration of David Rands, Executive Vice President and Chief Financial Officer of Volkswagen Credit Inc.

Volvo Declarations

- 75. Declaration of Art Battaglia on behalf of Volvo Cars of North America, LLC.
- 76. Declaration of Daniel S. Savrin, counsel for Volvo Cars of North America, LLC.

Executed on February 19, 2016



Scott M. Abeles